

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

P01000072940

SUBJECT: NUSTA PERÙ, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

~~FILED~~  
~~01 JUL 23 AM 9:45~~  
~~TALLAHASSEE, FLORIDA~~

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee  
& Certificate of Status

☒ \$78.75 Filing Fee  
& Certified Copy

☐ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Irma Kokaram

Name (Printed or typed)

300004490983--3

-07723/01--01028--007

\*\*\*\*\*78.75 \*\*\*\*\*78.75

7525 Coventry Drive

Address

Port Richey, FL 34668

City, State & Zip

727-863-0854

Daytime Telephone number

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01 JUL 23 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

1. SMITH JUL 25 2001

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**ARTICLES OF INCORPORATION**  
**of**  
**ÑUSTA PERU, INC.**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is ÑUSTA PERU, INC..

**ARTICLE II**  
**INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:

7525 Coventry Drive  
Port Richey, FL 34668

**ARTICLE III**  
**SHARES**

The total number of shares which the corporation shall have authority to issue is 1,000 shares of no par value stock.

**ARTICLE IV**  
**REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Irma Kokaram  
ÑUSTA PERU, INC.  
7525 Coventry Drive  
Pasco County  
Port Richey, FL 34668

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## **ARTICLE V PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

## **ARTICLE VI DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

Irma Kokaram  
7525 Coventry Drive  
Port Richey, FL 34668

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

## **ARTICLE VII LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

## **ARTICLE VIII OTHER PROVISIONS**

*Preemptive Rights.* The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

*Director or Officer Interest.* In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is

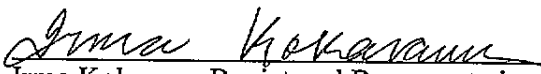
individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have have a corporate seal. Which shall be affixed to all loans, deeds, mortgages and other instruments affecting or relating to real estate.

#### Registered Agent Certification

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Irma Kokaram, Registered Representative  
7525 Coventry Drive  
Port Richey, FL 34668

7/20/01  
Date

### Certification

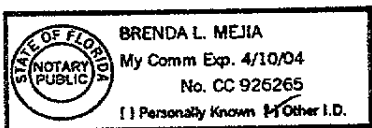
I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

Irma Kokaram  
Irma Kokaram, Incorporator  
7525 Coventry Drive  
Port Richey, FL 34668

7/20/01  
Date

State of Florida, County of Hernando, ss:

Subscribed and sworn to (or affirmed) before me this 20<sup>th</sup> day of JULY,  
2001.



Brenda L. Mejia  
Notary Public

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01 JUL 23 AM 9:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA